

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Lehman Brothers Holdings Inc., et al.

Case No. 08-13555 (JMP)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Upton A LLC

Name of Transferee

Name and Address where notices to transferee should be sent:

c/o Elliott Management Corporation

40 West 57th Street

New York, N.Y. 10019

Attn: Michael Stephan

Email mstephan@elliottmgmt.com

Phone: (212) 478-2310

Fax: (212) 478-2311

Last Four Digits of Acct #: _____

Goldman Sachs Lending Partners LLC

Name of Transferor

Court Claim # (if known): 24270

Amount of Claim: \$1,842,884.85*

Date Claim Filed: 09/21/2009

Phone: _____

Last Four Digits of Acct#: _____

* plus additional amounts as set forth in the proof of claim.

Name and Address where notices to transferee payments should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

Upton A LLC

By:  _____

Transferor/Transferee's Agent

Elliot Greenberg, Vice President

Date: May 6, 2013

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT


For value received, the adequacy and sufficiency of which are hereby acknowledged, **Goldman Sachs Lending Partners LLC** (the "Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Upton A LLC** (the "Assignee") all right, title, interest, claims and causes of action in and to, or arising under or in connection with, the Assignor's general unsecured claim (as such term is defined in Section 101(5) of the Bankruptcy Code) against **Lehman Brothers Holdings Inc.** (the "Debtor"), the debtor and debtor-in-possession in the chapter 11 reorganization case entitled, *In re Lehman Brothers Holdings Inc.*, Chapter 11, Case No. 08-13555 (JMP) (Jointly administered), pending in the United States Bankruptcy Court for the Southern District of New York (the "**Bankruptcy Court**"), in the amount of \$1,842,884.85, plus additional amounts as set forth in the Proof of Claim No. 24270 (the "**Claim**").

The Assignor hereby waives any objection to the transfer of the Claim to the Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be prescribed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. The Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to the Assignor transferring to the Assignee the Claim and recognizing the Assignee as the sole owner and holder of the Claim. The Assignor further directs each Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claim, and all payments or distributions of money or property in respect of the Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS EXECUTED THIS

6th day of May 2013.

Upton A LLC

By: 
Name: Elliot Greenberg
Title: Vice President

Goldman Sachs Lending Partners LLC

By: _____
Name: _____
Title: _____

EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Goldman Sachs Lending Partners LLC** (the "Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Upton A LLC** (the "Assignee") all right, title, interest, claims and causes of action in and to, or arising under or in connection with, the Assignor's general unsecured claim (as such term is defined in Section 101(5) of the Bankruptcy Code) against **Lehman Brothers Holdings Inc.** (the "Debtor"), the debtor and debtor-in-possession in the chapter 11 reorganization case entitled, *In re Lehman Brothers Holdings Inc.*, Chapter 11, Case No. 08-13555 (JMP) (Jointly administered), pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), in the amount of \$1,842,884.85, plus additional amounts as set forth in the Proof of Claim No. 24270 (the "Claim").

The Assignor hereby waives any objection to the transfer of the Claim to the Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be prescribed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. The Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to the Assignor transferring to the Assignee the Claim and recognizing the Assignee as the sole owner and holder of the Claim. The Assignor further directs each Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claim, and all payments or distributions of money or property in respect of the Claim, shall be delivered or made to the Assignee.

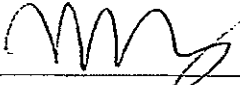
IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS EXECUTED THIS

6th day of May 2013.

Upton A LLC

By: _____
Name:
Title:

Goldman Sachs Lending Partners LLC

By:  _____
Name: Michelle Latzoni
Title: Authorized Signatory